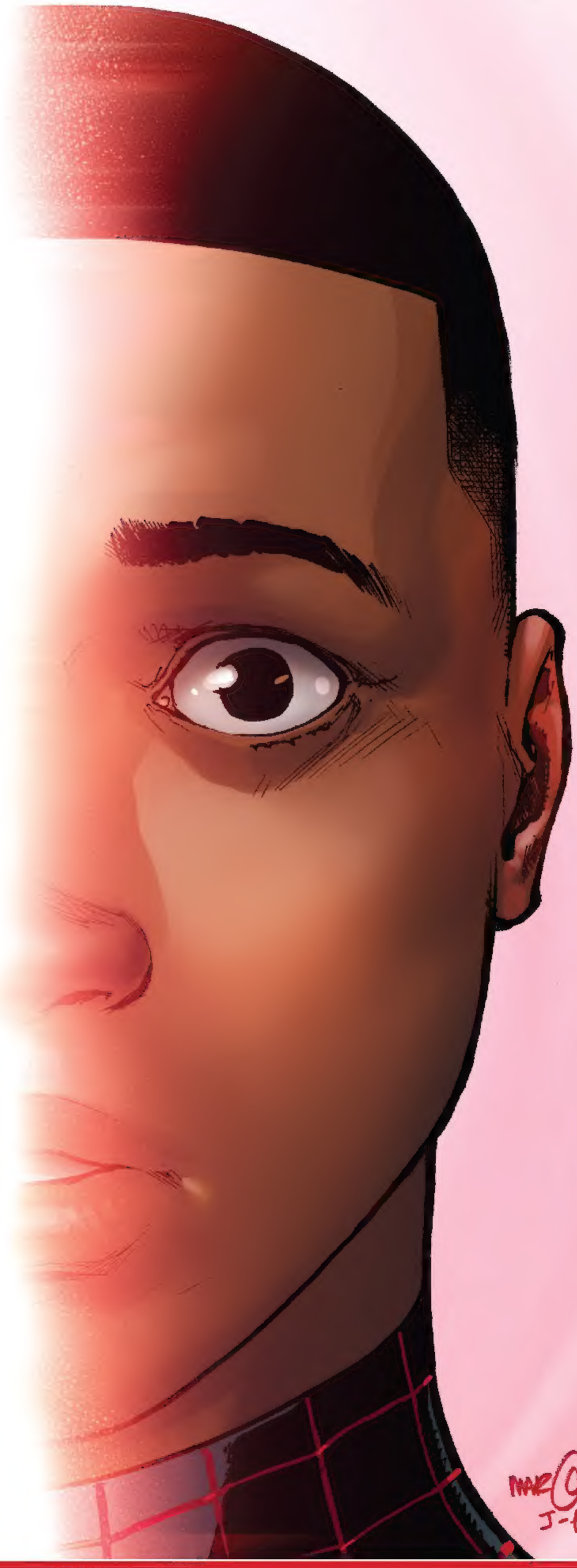
IN 1 MONTH ... TIME RUNS OUT!

SECRET WARS

MILES MORALES: THE ULTIMATE

SPIDER-MAN



ULTIMATE MARVEL NOW!

BENDIS
MARQUEZ
PONSOR

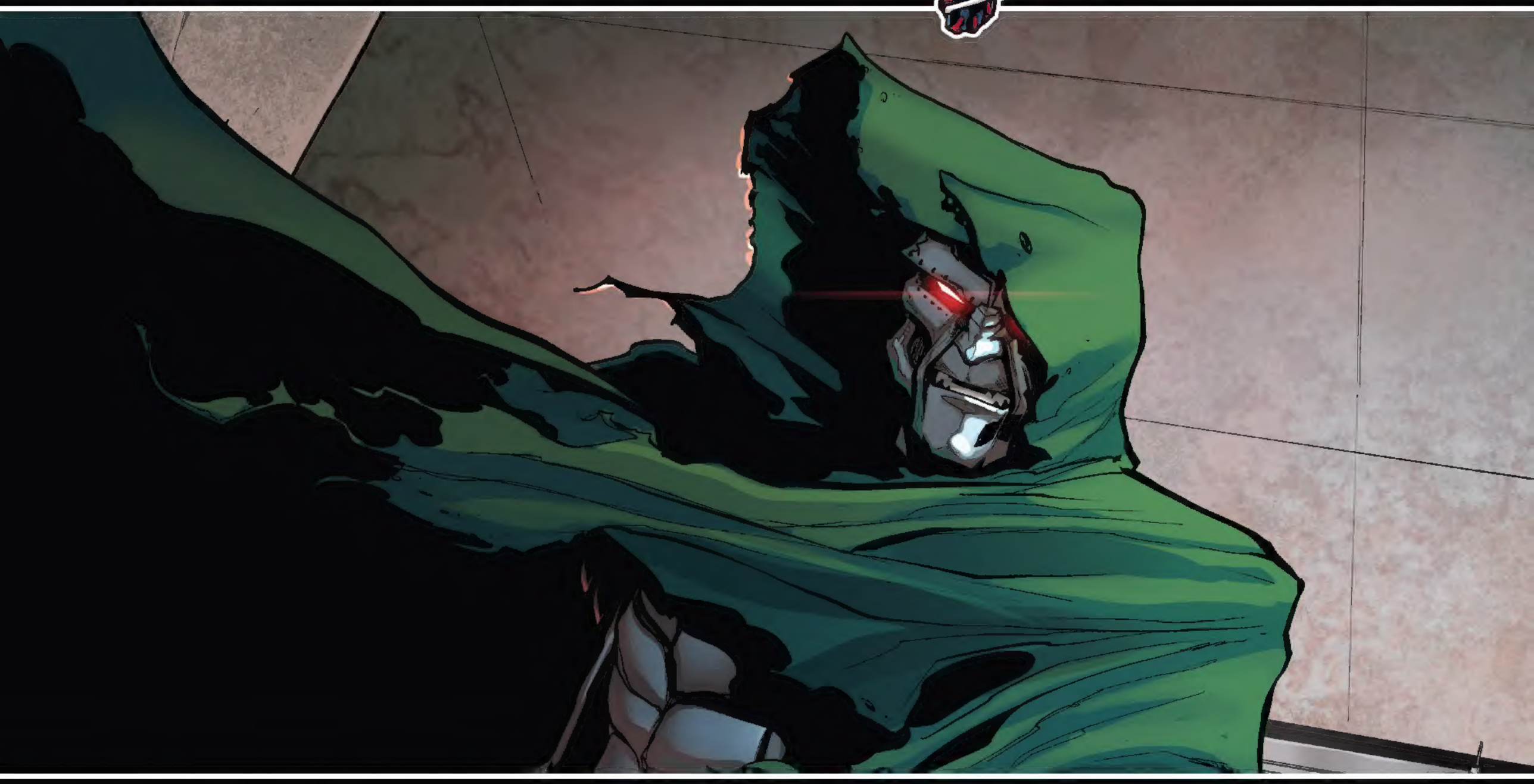
012

Months before Peter Parker was shot and killed, grade schooler Miles Morales was about to start a new chapter in his life in a new school when he was bitten by a stolen, genetically altered spider that granted him incredible arachnid-like powers.

News he has only shared with his best friend Ganke. Ganke is helping Miles figure out how to be Spider-Man.

PREVIOUSLY IN

MILES MORALES: THE ULTIMATE SPIDER-MAN



Miles told his new girlfriend, Katie Bishop, that he was Spider-Man, but she ran away from him. He didn't know her parents were secretly Hydra agents.

He also didn't suspect that Katie's father would drug and kidnap him. And his father. And his best friend.

And that Hydra and Doctor Doom had formed an alliance.

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Brooklyn Visions Academy.

Has anyone seen Miles Morales, Ganke Lee or Katie Bishop?

Judge?

No.

No, I ain't seen them.

Well, I don't take kindly to absences.

Anyway, let's get back to our discussion of the creation of S.H.I.E.L.D.

It was the later days of World War II....

Yo, Gank!

Miles?

Ganke?

Ah!

Oh man!

Come on!

Where-- where's my father?!

Hello?!

I want to see my father! And Ganke! The kid!

I want to see them right now!!!

AGH!

I think you can see, Mr. Morales...

Hydra Secret Labs.

...You are not in any position to be making demands.

If you want your father and little friend to live through the day, you will cooperate completely.

DOCTOR DOOM!

I was baffled by you, Mr. Morales.

I wondered how you thought you could come to my home in Latveria and destroy my life's work and think that there would be no repercussions.

How you think you could adversely involve yourself with a global organization the size and scope of ***Hydra*** and that there would be no repercussions.

But now I see...you are a child...and now it all makes so much sense.

A child.

A child accidently gifted with such power and yet no idea what it is worth.

What it means.

What others would do to ***obtain*** it.

Norman Osborn drove himself insane trying to recapture his accident that made you.

That made Peter Parker. That made his clone monstrosity beside you.

MORALES, MILES

Norman Osborn killed himself trying to re-create you.

MORALES, MILES

And you? You are truly nothing but a series of accidents.

You accidently found power and you accidently fell into the arms of Hydra.

But what a happy accident, what luck for you that Hydra and myself had already begun talks of a merger.

That we had already sent agents into the field to gather the resources to rebuild everything you and yours have tried to take from us.

But now you, young man...you will be the cement that makes this merger a reality.

Young man, after we're done dissecting you and unlocking the secrets inside of you, you will have given us the power and the edge to reach our goals.

In a year's time no one will even recognize the broken world as it is today...

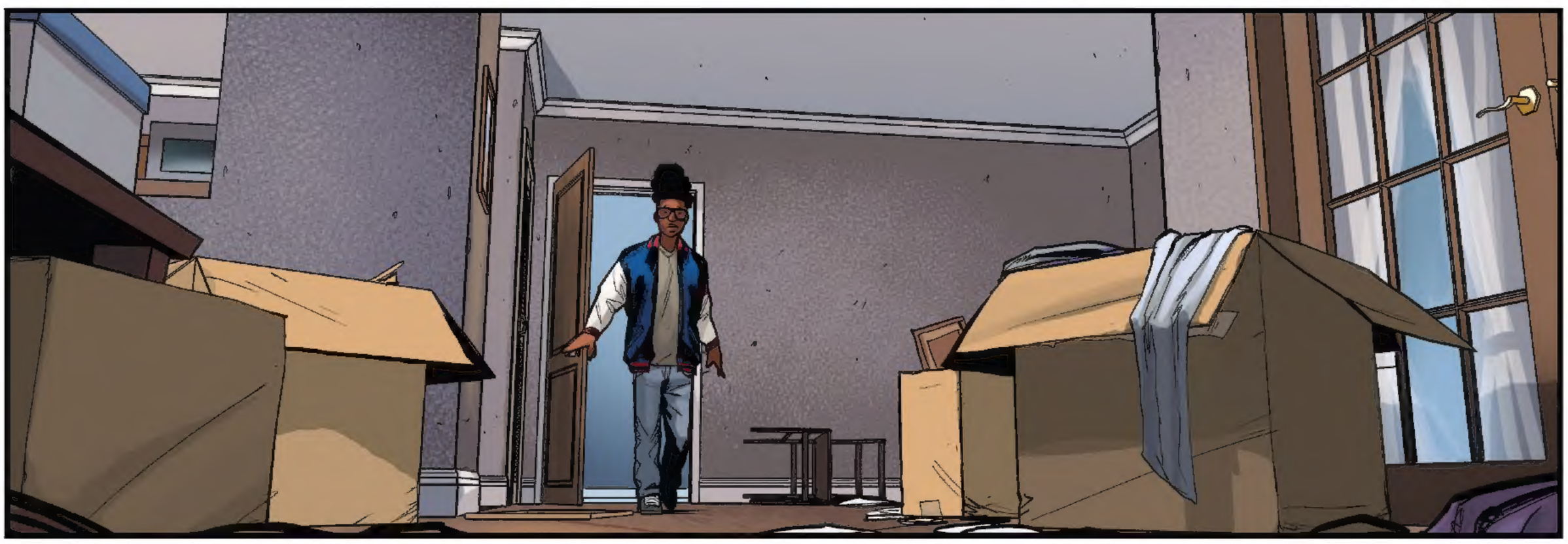
...And you are the acorn from which everything we create in its place will grow.

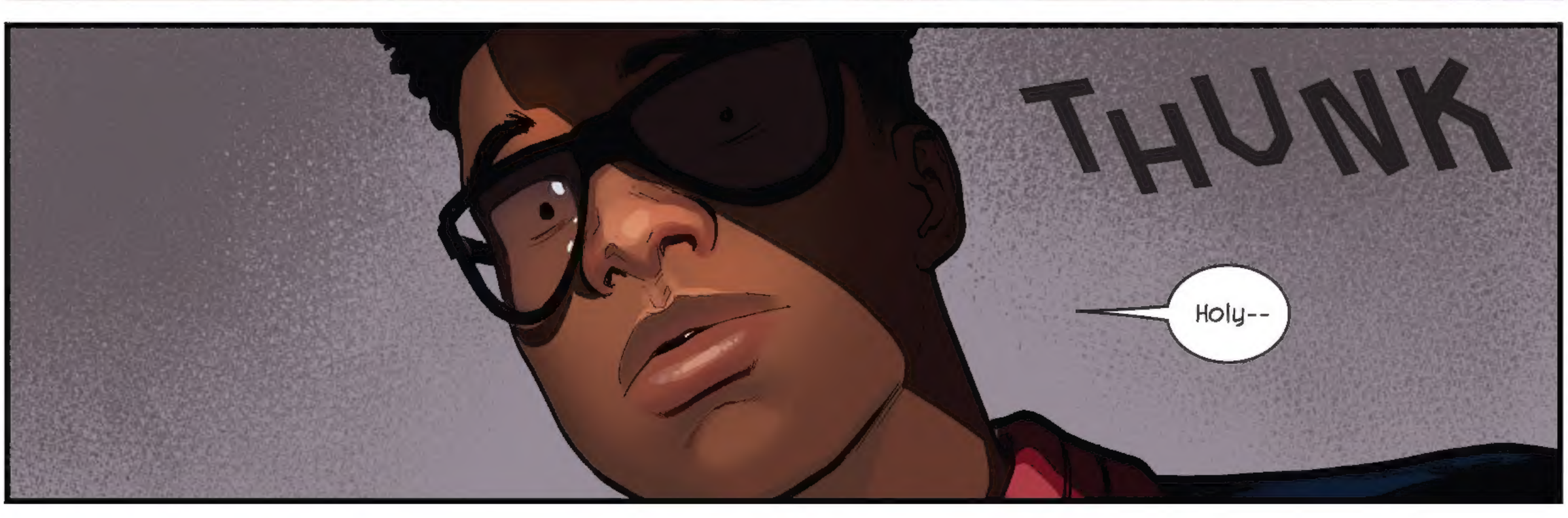
MORALES, MILES

DREW, JESSICA

Uh, Miles?

Miles?




THUNK
Holy--

Oh my God!
What the-- agh!
Hey!!!
Who are you?
Oh my God!
WHO ARE YOU?!
J-Judge.
Judge what?
J-just Judge.
I'm--I'm Miles's roommate.
I was-- I was his roommate.
Where is he?
I-I don't know.
I came here because he wasn't at school.
And I walk in a-and his house looks like this!!!
I-I think something happened to him.
I don't think he's lying.
Something is definitely wrong.
Lana, it's Tandy.
Get over here to Miles's apartment.
Something's wrong.
Call the others.
If you know something, tell us now...
I-I know who Miles really is.
That's why I think something bad has happened.

AAAGGHH!!

This needleless sample process is entirely fascinating.

We developed a mix of zero-point energy and microscopic laser fields.

We get to take living tissue samples without any unnecessary interaction with the subject.

His vital signs are elevated, but within range.

It reduces sample contamination.

Why can't you get what you need from him when he's dead?

We'll do that too.

AAAAARRRGGH!

Comparing the living and dead tissues of both subjects will be very illuminating.

Bishop, this will make reverse-engineering what makes a Spider-Man a very simple task.

Your dream of an army of Hydra super-soldiers will finally be a reality.

I'd hug you, but you don't seem the type.

You are correct.

YYAAGGHHH!!!

His vitals are rising!

Rrrr!!!

NYAHAGGHH!

OW!!

What was that?

Our--our intel showed nothing to suggest that he could do what he just did!

It may be a new ability brought on by the physical stress.

Give me...

my...

ffffather...

For all the good it did him.

Still...

Fascinating.

Brooklyn 70th Precinct Police Department.

IT'S ALL MY FAULT!

If you want to blame someone, blame me!

Oh my God!

Will all you derelicts just shut the--

What?!?!

Detective Hill?

I don't know if you remember us, but I'm Kitty Pryde... we're the Ultimates.

We need your help.

You used to be S.H.I.E.L.D.

You're a friend to Miles...

Well, Miles Morales needs our help.

Put him in a cell and strap him down until we get this laboratory up and working again.

What about the Spider-Girl?

At this point, we can start dissecting her.

Wait 'til we get back to do that.

I want to watch.

Agh!

SMACK

Hiiaaggh!

SMACK

FSSHHAAAMM

FSSHHAAAMM

CRACNK

Fine.

SHACCRAACK

Damn it!
Not a peep.
None of my old connections have heard of anything going on anywhere.
Nothing?
@#$@#!
Uh, Captain, you told us to keep an ear out for any unusual disturbances....
...we got some calls from Staten Island.
Yeah, but it's Staten Island. All they are is unusual--
Small explosions in the warehouse district. Flashing lights. Some movements.
They have cars on the way.
You have an address?
That does not mean it's Spider-Man related.
I can get us over there in a split second.
Can't hurt to try.
Okay, this might feel a little weird.
Hurry.
Come on...
I'm coming.

NO PARKING

Ew.
Yup.
Staten Island.
Seems quiet.
Are we sure this is the right place?
This is where your detective--

CRASH

Um...

In there!
Go! Go!
Going!
Put me through to Captain Emily Shaw of the Staten Police.

Oh my...
God!

KRAK

HA!

Whoa...

Yeah.

Uh, seriously, Miles... wow.

This is Captain Frank Quaid of the Brooklyn P.D., hi, I am in Staten Island at the following location.

We need the FBI, SWAT, we need EMT, we need--

Oh, uh, hey guys...

Did--did you just take out Hydra and Doctor Doom all by yourself?

Uh, yeah, kinda...

Jessica...

Hey guys...

Oh, nothin'.

...Whadimiss?

Hey #$%!

Hail Hydra.

Same thing.

You ought to not point guns at ladies' heads, it's rude.

Got ya, you &%$ #@ %#@$^&.

Judge?

WHAT??

This dude got us looking for you.

Dude!

I don't know how you knew or how you did it but as long as you aren't secretly Hydra or part of any other secret evil organization...

Thank you.

Uh, where's Ganke and stuff?

My dad!

I-I know where they are.

Just-- just down this hall.

Please don't hurt my dad.

Katie, you and I... are officially broken up.

Permission to let her have it?

Yeah, but don't, you know, kill her.

You don't understand, Hydra wants what you-- oof!

Shush, skank.

Dad! Hi!!!

Miles!

What the hell was this?

It's done.

How done?

Totally and completely done. I'm so tired.

Good job.

Oh! Miles! Hey!

I did not tell Judge who you are!

I know, buddy.

He knows.

How did you do all that, Miles?

I think I have a new power but I couldn't get it to work again with-- oh hey, the cavalry is here.

We should bail.

Hey guys, seriously... all of you...

Yeah yeah, don't get all mushy.

Just get me home before my mom poops a brick.

Um, guys?

You, uh, you see that?

The End.

Miles Morales Will Be Seen Next In Secret Wars.

What a spectacular, amazing, sensational and astonishing run MILES MORALES: ULTIMATE SPIDER-MAN has been. Since his first appearance in 2011, the character has touched the hearts of thousands of readers and that includes ye ol' editor, Mark Paniccia, hisself. When I look back at earlier conversations with writer Brian Bendis, Publisher Dan Buckley and Chief Creative Officer Joe Quesada and sift through initial designs by Sara Pichelli I can't help but feel an overwhelming amount of pride in the accomplishments of all the many talented people who've worked on all of the books Miles has been a part of. And for this series in particular, I'm blessed with the consistent amount of love that creators like David Marquez, Justin Ponsor, and Cory Petit have put into it along with that Bendis guy. ;)

I'm also very grateful for the fan support for the character. One of the true pleasures in this business is reading letters and e-mail about how important Miles has been to readers on so many human levels. There's been many such letters and e-mails. And I look forward to continue to reading more. Thanks everyone. Miles Forever!

-Mark Paniccia, Senior Editor

It has been an honor to bring the adventures of Miles Morales to life for these last three years with the prodigious talent of Brian Bendis's writing, Justin Ponsor's color art, Cory Petit's lettering and the inerrant guiding hand of editors Mark Paniccia and Emily Shaw. Most of all, it has been an honor to share Miles's trials, tribulations, and achievements with the best reading audience an artist could hope for. Miles is, to my mind, the most important superhero comic book character of this generation. I never could have imagined I would be a part of something that means so much to so many people, and that means so much to me. Thanks for making this such a wonderful ride.

-David Marquez, Artist

...Wait, it's ending? Man, the letterer is the last know! Thanks to everyone who helped support the adventures of Miles Morales. They have truly been amazing.

-Cory Petit, Letterer

Well, fellow web-slingers, here we are. The last issue. We asked for your goodbyes and boy did you deliver! Without further ado (and because we're runningoutofspace), we'll let you all take it from here...

Dear Ultimate Marvel Team,

Being an African American teenager, the effect that Miles has had on me personally has been huge. The fact that my favorite super hero of all time was the same race as me was huge. The fact he also beat Peter Parker from the 616 universe in their first encounter was huge for me, too. I just love everything about the Miles Morales character from his difficulty learning his powers, to the death of his mother (very sad), to him getting Aunt May and Gwen's approval as the new Spider-Man, to his father running out on him (extremely sad, shed a few tears), and every other trial and tribulation he has been through is the type of thing that makes me want to be a comic book writer. Mr. Bendis does a phenomenal job with this book like he does with all the books he does and the art is superb, David Marquez just kills it every issue and before him Sara Pichelli was incredible. I'm sorry this letter is so long but this is extremely important to me. In short thank you for the Ultimate Universe and thank you for the memories.

From,
AJ Lotson, Ultimate Universe's #1 Fan

Hi folks,

As a Spider-Man fan, I'm truly sad to see this remarkable run come to an end. At first, I was confused (and even concerned) about having Peter Parker return to seemingly overshadow the title character of this series. But those worries were short-lived, as I got a story that carefully brought together the ideas that define Spider-Man and why that title now belonged to Miles. Peter was back, but his successor had more than earned the right to bear the mantle. Miles Morales *is* The Ultimate Spider-Man!

Without a doubt, this has been the best Spider-title on the shelves for some time. These issues have been an outstanding blend of action balanced with both humor and quieter character moments, all brought to life in "widescreen" format by the incredible David Marquez. His approach took the storytelling to astonishing heights (and in the case of the Jefferson flashback issues, exciting new territory), making every issue worth the wait.

Thanks to the entire creative team for this phenomenal run of issues! See you on the other side!

Best,
Brian Jacob
Maplewood, NJ

So. This feels like writing a eulogy.

I get the feeling this will be one of many "ULTIMATE SPIDER-MAN was my first comic" letters. So add mine to the pile. Because it was. Both Ultimate Spidey and X-Men were my first two monthly books as a kid. Then my parents threw them away. It wasn't until I got my first full- time job that I started buying comics again. But even when I did, I forgot about ULTIMATE SPIDER-MAN. Then Miles happened. At that time my family had become friends with a Sudanese family with a little boy named Mario who has become a little brother to me. And because I liked comics, he liked comics. So I made sure his first comic was ULTIMATE SPIDER-MAN. We dressed up as Peter and Miles for *Free Comic Book Day*. That inspired me to read the entire run, seeing as I got parentally interrupted at issue #14.

Anyway. Thanks for making Mario and I comic readers for life.

-Benji Bajorek

ULTIMATE SPIDER-MAN #98 was that first comic I ever bought and I read it cover to cover at least a million times. It's been great reading ULTIMATE SPIDER-MAN, or rather, it's been amazing experiencing ULTIMATE SPIDER-MAN through my life and others. Even if this doesn't get printed, I just want to let you know, Brian Michael Bendis, Mark Bagley, Stuart Immonen, David Lafuente, David Marquez, Mark Brooks, and anyone else involved in the process of making ULTIMATE SPIDER-MAN, thank you. Thanks from me, for being my favorite comic book of all time. Thanks from every Ultimate Spider-Fan who has enjoyed your spectacular comics for the past 15 years.

Thank you.

Your fan for the rest of my life,
Robert Morvay

WHY?

Why is this happening? I don't want Miles to go away. I love this book so much.

I don't understand why we can't just keep Miles in his own book and keep him separate from the collapsing Marvel Multiverse. I like him being outside of the regular universe, telling his own stories in a way that don't feel like he's just being used to cross-promote some other Marvel title. His books are so good.

Please, I beg you. Don't get him involved with this universe-collapse business, or even worse, just go away completely.

Just let his story continue, and let Brian Michael Bendis be the one to keep telling it.

Please.

True Believer,
Justin Rueff

Dear Whoever has ever worked on the Marvel Ultimate universe,

I first discovered the Ultimate universe when my older brother bought an issue of ULTIMATE MARVEL magazine, an old magazine that compiled three issues into one book. It contained six issues of ULTIMATE SPIDER-MAN and ULTIMATE X-MEN, as well one of ULTIMATE TEAM-UP.

It's a universe I've always had a lot of love for, with ULTIMATE SPIDER-MAN always being my favorite. It's the highlight of my collection, and every twist and turn Peter and Miles have had to face is near and dear to my heart. I hope this isn't the last we'll see the Ultimate Spider-Man, but whatever waits at the end of SECRET WARS I'll always have this amazing collection to look back on.

So thank you to Bendis, Bagley, Millar, Finch, Pichelli, and many other creators who shaped a great universe. It was a heck of a ride.

-Jeff Medhurst

My very first comic was the Free Comic Book Day version of ULTIMATE SPIDER-MAN #1. Since then, I've been wrapped up in comics with the Ultimate universe having a special place in my heart. As for Miles, he is a shining example of how far comics have come since I've known them and for that, I'm extremely grateful to everyone involved with the book's production.

Thank you for giving me a hero,
W. Rosenthal

Hey guys, first of all I just wanted to say wow, what a ride it has been. I'm a 27-year-old guy living in Sweden and I've been a fan of Spider-Man for as long as I can remember. The team on Miles has really been doing an all-around great job with him and I feel I have to give special praise to David Marquez and Justin Ponsor who have really made the great writing of Mr. Bendis come to life.

Miles has really grown into his own and it has been interesting to see his journey as a super hero unfold. I am looking forward to see what will happen to him during the new SECRET WARS event and also to see what will happen to him in the future if he does survive Battleworld. If it's true that we are still getting SPIDER-MEN 2, I really do hope to see David Marquez back on art duties since the guy really does draws a mean Spidey.

All the best,
David Johansson
Luleå, Sweden

Wow, the whole Ultimate universe was incredible, Miles got me into comics. Miles is an influence to me, since I'm Hispanic and just thirteen years old (like when Miles started). I started from issue #7 Vol. 3, but I am now completing my entire collection of Miles appearances (a lot could happen in four months). It seems awfully weird to say goodbye to the Ultimate universe.

A huge Miles fan from Canada,
Joe Sanchez

From all of us here in the Ultimate Spidey Office and all of the creators that have worked on this title over the past 15 years (what?!): thank you. This book exists because of fans like you. So thanks for keepin' the lights on, friends. And let's all cross our fingers for Miles as we head into SECRET WARS...

-Chris, Emily, & Panic

NEXT MONTH:

GRAND OPENING, GRAND CLOSING

ULTIMATE END #1

ZONE